Exhibit K-1

Westwind Children's Services
An Independent Public School
Westwind Community Schools
2045 West Northern Avenue Phoenix AZ 85021

Phone 602.864.7731
Fax 602.864.7720
www.westwindacademy.org

WCS Corporate Board Minutes

Tuesday, February 8, 2011
2045 W. Northern Avenue
Time: 5:30 PM

The Meeting was called to order at 5:30 PM

In attendance: Debra Slagle, James Cable, Chuck Slagle, Todd Coleman and Sheila Bale

Discussion and possible action Items:

1. Debra Slagle presented the board with an enrollment update.
(The Board may decide to move into executive session pursuant to ARS §38-431.03(A)(3) and ARS §38-431.03(A)(4) for advice of counsel.)

2. The board discussed the school climate evaluations that each teacher completed. The board directed Debra Slagle to address issues that appeared from the surveys.
(The Board may decide to move into executive session pursuant to ARS §38-431.03(A)(3) and ARS §38-431.03(A)(4) for advice of counsel.)

3. Debra Slagle gave the board an Athletic Update. Debra Slagle explained to the board about the potential to start a soccer program at WW similar to the current basketball program. Westwind would "manage" the program. Potential profit margin should be at around 18%.
(The Board may decide to move into executive session pursuant to ARS §38-431.03(A)(3) and ARS §38-431.03(A)(4) for advice of counsel.)

There were no further board comments.

A call to public elicited no response.

Chuck Slagle motioned to adjourn, Sheila Bale seconded and the meeting adjourned at 7:00 PM.

Approved by: _____ Date: _____

*Some board members may attend via telephone.

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WCS Corporate Board Minutes

Wednesday, May 11, 2011
2045 W. Northern Avenue
Time: 6:30 PM

The meeting was called to order at 6:30 PM
In attendance: Todd Coleman, Sheila Bale, Chuck Slagle, James Cable, Debra Slagle

1. Debra Slagle presented the proposed dress code changes to the board. The board directed Debra Slagle to make the changes she felt necessary.

(The Board may decide to move into executive session pursuant to ARS §38-431.03(A)(3) and ARS §38-431.03(A)(4) for advice of counsel.)

2. Debra Slagle provided information to the board regarding actions of the AIA and NCAA.

(The Board may decide to move into executive session pursuant to ARS §38-431.03(A)(3) and ARS §38-431.03(A)(4) for advice of counsel.)

3. Todd Coleman motioned to approve buying the building located at 2055 W. Northern under WPI, LLC. James Cable seconded and the motion passed unanimously.

(The Board may decide to move into executive session pursuant to ARS §38-431.03(A)(3) and ARS §38-431.03(A)(4) for advice of counsel.)

4. Sheila Bale motioned to approve adding Kris Ward to the Corporate Board. Chuck Slagle seconded and the motion passed unanimously.

(The Board may decide to move into executive session pursuant to ARS §38-431.03(A)(3) and ARS §38-431.03(A)(4) for advice of counsel.)

5. The board discussed and directed Debra Slagle to review and possibly modify instructional time on Friday to address academic performance levels and need for improvement.

(The Board may decide to move into executive session pursuant to ARS §38-431.03(A)(3) and ARS §38-431.03(A)(4) for advice of counsel.)

There were no further board comments.
A call to public received no response.
Chuck Slagle motioned to adjourn the meeting. Sheila Bale seconded and the meeting adjourned at 7:30 PM.

Approved by: Debra K. Slagle Date: _____
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Westwind Children's Services
Corporate Board Minutes

Tuesday, June 21, 2011
2045 W. Northern Avenue
Time: 5:30 PM

The Meeting was called to order at 5:30 PM.

In attendance: Debra Slagle, Chuck Slagle, Sheila Bale,
Telephonically: James Cable,
Absent: Todd Coleman

The meeting was called to order at 5:30 PM

Discussion and possible action Items:

Kris Ward motioned to approve the proposed budget as presented. James Cable seconded and the motion passed unanimously.

(The Board may decide to move into executive session pursuant to ARS §38-431.03(A)(3) and ARS §38-431.03(A)(4) for advice of counsel.)

James Cable motioned to enter Executive Session at 5:50. Kris Ward seconded and the motion passed unanimously.

The regular board meeting resumed at 6:15 PM.

Sheila Bale motioned for the immediate dismissal of Gary and Rose Trousdale and to pursue all legal recourses necessary. Chuck Slagle seconded and the motion passed unanimously.

There were no further board discussions.

A call to public elicited no response.

Debra Slagle motioned to adjourn the meeting. James Cable seconded and the meeting adjourned at 6:45 PM.

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WCS Board Meeting Minutes

Wednesday, July 13, 2011
2045 W. Northern Avenue
Time: 5:30 PM

The meeting was called to order at 5:30 pm.
The meeting was held telephonically.

In attendance: Debra Slagle, Chuck Slagle, James Cable, Sheila Bale, Todd Coleman

1. Todd Coleman motioned to approve the Adopted Budget as presented. Sheila Bale seconded and the motion passed unanimously.

(The Board may decide to move into executive session pursuant to ARS §38-431.03(A)(3) and ARS §38-431.03(A)(4) for advice of counsel.)

There were no further board comments.

A call to public elicited no response.

Debra Slagle motioned to adjourn the meeting at 5:55 PM. Chuck Slagle seconded and the meeting adjourned.

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WCS Board Minutes

Tuesday, August 16, 2011
2045 W. Northern Avenue
Time: 5:30 PM

In attendance: Debra Slagle, James Cable, Charles Slagle, Todd Coleman, Sheila Bale, Kris Ward

The meeting was called to order at 6:45 PM

Discussion and possible action Items:

1. Debra Slagle presented the board with the academic performance of the school. Strategies were discussed on how to improve the academic performance of students at the schools.

(The Board may decide to move into executive session pursuant to ARS §38-431.03(A)(3) and ARS §38-431.03(A)(4) for advice of counsel.)

2. Todd Coleman motioned to change the graduation criteria for tuition based students from out of state to include a combination of an ACT/SAT score and GPA of the student based on the presented criteria. Kris Ward seconded the motion and the motion passed unanimously.

(The Board may decide to move into executive session pursuant to ARS §38-431.03(A)(3) and ARS §38-431.03(A)(4) for advice of counsel.)

There were no further board comments.

A call to public elicited no response.

James Cable motioned to adjourn the meeting. Sheila Bale seconded and the meeting adjourned at 7:45 PM.

Approved by: _____ Date _____

*Some board members may attend via telephone.

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Westwind Children Services
Corporate Board Meeting Minutes

September 13, 2011
2045 W. Northern Avenue
Time: 5:30 P.M.

In attendance: Jim Cable, Chuck Slagle, Debra Slagle
Absent: Sheila Bale, Todd Coleman

The meeting was Called to Order at 5:45 P.M.

Conflict of Interest forms were distributed to board members.

Debra Slagle explained the Arizona State Department of Education rating scale to members.

Debra Slagle announced Jack Rowe's new role at WCS.

Jim Cable made a motion to accept the Management Agreement for WCS retroactive to July 1, 2011. Chuck Slagle second the motion; motion passed unanimously.

Debra Slagle explained the impact of any enrollment decrease.

Debra Slagle explained the changes in personnel.

Debra Slagle announced she is traveling to china 10/09/11 – 10/21/11 for student recruitment. Funds had been donated for the trip.

Debra Slagle discussed the possibility of locating a larger site for WPA and WMSA.

There were no other Board Comments.

A Call to Public elicited no response.

Meeting adjourned at 6:40 P.M.

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WCS Corporate Board
Meeting Minutes

Tuesday, September 27, 2011
2045 W. Northern Avenue
Time: 5:30 PM

Call to Order at 5:45P.M.

Attendees: Sheila Bale, James Cable, Todd Coleman, Chuck Slagle, Debra Slagle, Kris Ward

Discussion:

1. WPAA Lease: Board Adjourned to Executive Session to discuss items I and 2 on the agenda: James Cable motioned to adjourn
to executive session; motion seconded by Todd Coleman; motion carried unanimously. Motion to adjourn executive session made by Debra Slagle, seconded by Kris Ward, motion carried unanimously.

> After the executive session adjourned, Todd Coleman motioned to table further action until Debra Slagle has an opportunity to pursue alternative leasing arrangements and/or re-negotiate the current lease for WPAA with the current landlord. Motion was seconded by Sheila Bale and so moved unanimously by all board members.

(Pursuant to ARS §38-431.03(A) (3) and ARS §38-431.03(A) (4) for advice of counsel.)

2. Financials for Westwind Preparatory Academy at Northern Avenue: After adjourning the Executive Session, board members motioned to take action on the issue. Board members decided to send letters to vendors advising them of postponing payment until the end of December 2011. The motion was initiated by Todd Coleman and seconded by Chuck Slagle. Note: All voted in favor of the motion with the exception of James Cable who abstained.

3. Possible site re-location of Northern campus:
(The Board may decide to move into executive session pursuant to ARS §38-431.03(A) (3) and ARS §38-431.03(A) (4) for advice of counsel.)
Discussion: Board motioned to table possible site re-location of Northern campus until Sheila Bale can present research on the value of the Northern campus property. Motioned by Todd Coleman; seconded by Sheila Bale; motion carried unanimously.

Call to Public - No comments

Adjourned at 7:00P.M. Motion to adjourn by Debra Slagle; motion seconded by Kris Ward; motion carried unanimously.

Board Members Agreed to another meeting scheduled for Wednesday, October 5, 2011 at 5:30P.M. in Debra Slagle's office at the Northern Avenue campus.

♦Some board members may attend via telephone.

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WCS Corporate Board
Minutes of the Meeting

Wednesday, October 5, 2011
2045 W. Northern Avenue
Time: 5:30 PM

Meeting was called to order at 5:55 P.M.
Attendees: James Cable, Chuck Slagle, Todd Coleman, Sheila Bale, Kris Ward, Debra Slagle

Discussion and action Items:

1. WestWind Preparatory Academy at Anthem Financials & Lease
(The Board may decide to move into executive session pursuant to ARS §38-431.03(A)(3) and ARS §38-431.03(A)(4) for advice of counsel.)
Debra Slagle reported that the reduced offer per month on the lease was rejected by the current landlord; requested that no further action be taken by landlord until after the Fall Break.

2. Jeffrey Hall, Attorney
(The Board may decide to move into executive session pursuant to ARS §38-431.03(A)(3) and ARS §38-431.03(A)(4) for advice of counsel.)
Mr. Hall has requested a final settlement on behalf of his client Mr. Daniels, former accountant for WCS.
Action: Board members have requested the following information from Mr. Hall:

- Copy of a contract
- Copy of invoices
- Copy of records tracking Mr. Daniels time charged to WCS.

3. Possible Site Re-location of Northern Campus: After Sheila Bale presented the information on the Northern Avenue campus, the Board decided to move into executive session pursuant to ARS §38-431.03(A)(3) and ARS §38-431.03(A)(4) for advice of counsel. Motioned by Debra Slagle, seconded by Todd Coleman, motion carried unanimously. Motion to adjourn executive session by James Cable, seconded by Sheila Bale, motion carried unanimously. Board members moved to pursue possible buyers for the WPA campus and explore other properties that would allow for a possible new campus. Motion initiated by Todd Coleman and seconded by Chuck Slagle. Motion carried unanimously by all board members.

4. WMSA Financial Reconciliation: At the WMSA board meeting earlier, board members moved to forgive WPA of the outstanding amount on the books.
(The Board may decide to move into executive session pursuant to ARS §38-431.03(A)(3) and ARS §38-431.03(A)(4) for advice of counsel.)

Call to Public - No comments
Meeting adjourned at 7:00 P.M.

Approved by: _____

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WCS Corporate Board
Minutes of the Meeting

Tuesday, November 01, 2011
2045 W. Northern Avenue
Time: 5:30 PM

Meeting Called to Order at 5:50p.m.
Attendees: Sheila Bale, Jim Cable, Chuck Slagle, Debra Slagle, Todd Coleman (via Teleconference)
Absent: Kris Ward

Discussion and possible action Items:

1. Jeffrey Hall – Client Settlement: Statements and invoices received from Jeffrey Hall's office were distributed to board members for review. Board moved to offer a settlement of $25, 000 to his client making payments of $300 per month until paid in full. Motion initiated by Todd Coleman, seconded by Sheila Bale, motion carried with Jim Cable opposing.

2. Financial Update: The board reviewed updated financial status.
(The Board may decide to move into executive session pursuant to ARS §38-431.03(A) (3) and ARS §38-431.03(A) (4) for advice of counsel.)

3. WestWind Preparatory Academy – Facilities Update: Members were informed of an interested party who may want to purchase the WPA property.

4. Enrollment Update: Debra Slagle explained the current status of enrollment.

5. Personnel Update: Debra Slagle reviewed with the board cut-backs in staff.

6. Letter for Landlord at WestWind Preparatory Academy at Anthem: Board moved to send the landlord a letter acknowledging said board understands the terms of the lease and the monthly fees. Motion initiated by Jim Cable, seconded by Todd Coleman. Motion carried unanimously.
(The Board may decide to move into executive session pursuant to ARS §38-431.03(A) (3) and ARS §38-431.03(A) (4) for advice of counsel.)

7. Academic Status Review: Board members reviewed first draft of renewal data; what changes were being implemented to date to improve instruction; and changes in school site leadership.

Call to Public: No comments received
Meeting Adjourned at 7:30 p.m.

*Some board members may attend via telephone.

Approved

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Westwind Preparatory Academy
Corporate and School Boards
Minutes of the Meeting

Tuesday, December 13, 2011
2045 W. Northern Avenue
Time: 5:30 PM

Meeting was called to order at 5:50 p.m.

Members Present: Nicole Coleman, Todd Coleman, Chuck Slagle, Kris Ward, Ronni Ziegler, Jim Cable, and Debra Slagle

Discussion and possible action Items:

1. **Audit Report:** Debra Slagle advised the board that audit is still being reviewed and that they would be reviewing the final report at the next board meeting. Board members expressed concern regarding the late audit and no reason for such by the auditor.

2. **Governing Board Members Composition:** Debra Slagle made a motion and James Cable seconded to confirm the composition of the corporate board as follows: James Cable, Chuck Slagle, Nicole Coleman, Kris Ward, Ronnie Ziegler, Todd Coleman, and Debra Slagle.

3. **Westwind Preparatory Academy Property Update:** Debra Slagle reported that there were no solid offers to present to the board of directors.

Board Comments
Call to Public for Comment: None were submitted
Meeting Adjourned at 7:00 p.m.

Approved by: Debra K. Slagle

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WCS Corporate Board
Meeting Minutes
Wednesday, January 11, 2012
2045 W. Northern Avenue
Time: 5:30 PM

Meeting was called to order at 5:45p.m.

Members Present: Debra Slagle, James Cable, Chuck Slagle, Todd Coleman, Sheila Bale, Kris Ward, & Ronni Ziegler

Discussion Included:

1. **Financial Review**
   (The Board may decide to move into executive session pursuant to ARS §38-431.03(A) (3) and ARS §38-431.03(A) (4) for advice of counsel.)

2. **Approval of Financials**
   (The Board may decide to move into executive session pursuant to ARS §38-431.03(A) (3) and ARS §38-431.03(A) (4) for advice of counsel.)

3. **Renewal & Performance Management Plan:** Board members received a copy of the Performance Management Plan and the Goals. Each member was asked to review the plan and goals, and to submit any comments or suggestions by January 20, 2012.
   (The Board may decide to move into executive session pursuant to ARS §38-431.03(A) (3) and ARS §38-431.03(A) (4) for advice of counsel.)

4. **Update on Personnel:** Board received an update on personnel changes since December 2011.
   (The Board may decide to move into executive session pursuant to ARS §38-431.03(A) (3) and ARS §38-431.03(A) (4) for advice of counsel.)

5. **Update on Property**
   (The Board may decide to move into executive session pursuant to ARS §38-431.03(A) (3) and ARS §38-431.03(A) (4) for advice of counsel.)

Board Comments
Call to Public
Meeting Adjourned at 7:00p.m.

Approved